

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810
Phone No. (808) 586-2727

INFORMATION FOR FOREIGN LIMITED PARTNERSHIPS
Chapter 425E, Hawaii Revised Statutes

NOTE: The term "limited partnership" includes "limited liability limited partnership".

Annual Statement

Sections 425E-210 provides that an annual statement shall be filed within the following time periods:

For each limited partnership whose date of registration in this State falls between:

- (1) January 1 and March 31, an annual statement shall be filed on or before March 31 of each year and shall reflect the state of the partnership's affairs as of January 1 of the year when filed;
- (2) April 1 and June 30, an annual statement shall be filed on or before June 30 of each year and shall reflect the state of the partnership's affairs as of April 1 of the year when filed;
- (3) July 1 and September 30, an annual statement shall be filed on or before September 30 of each year and shall reflect the state of the partnership's affairs as of July 1 of the year when filed; and
- (4) October 1 and December 31, an annual statement shall be filed on or before December 31 of each year and shall reflect the state of the partnership's affairs as of October 1 of the year when filed;

provided that if a limited partnership is registered in the same year in which the annual report is due, the limited partnership shall not be required to file an annual statement for that year. Thereafter, the limited partnership shall comply with the requirements of this section.

A \$5.00 fee must be paid upon filing of the statement.

Reminders will be mailed to every partnership each year, and in order to assure receipt of the same, this department shall be notified in writing of any change of address. The address change notification must be signed by a general partner.

If the annual statement is not filed for a period of two years, the certificate of authority of a foreign limited partnership may be administratively cancelled by the director pursuant to Section 425E-906.

Registered Agent

Section 425E-114 provides that each domestic corporation shall have and continuously maintain in this State a registered agent who has a business address in this state. The registered agent shall be either an individual residing in this State or a domestic or foreign entity authorized to transact business in this State.

Section 425E-115 provides that a domestic corporation may change its registered agent or registered agent's name, business address, or its type or jurisdiction of organization by delivering to the department director for filing a statement of change setting forth the particulars required by this section.

SEE REVERSE SIDE FOR MORE INFORMATION

Section 425E-116 provides that any registered agent in this State appointed by a domestic corporation may resign as the registered agent by signing and delivering a statement of resignation to the department director for filing. The registered agent shall promptly furnish the represented entity notice in a record of the date on which a statement of resignation was filed. The statement of resignation takes effect on the earlier of the thirty-first day after the day on which it is filed or the appointment of a new registered agent for the represented entity.

Withdrawal

Section 425E-907 provides that a foreign limited partnership may withdraw from this State by filing an application for a certificate of withdrawal. Forms are available from the department.

For any questions call (808) 586-2727. Neighbor islands may call the following numbers followed by 6-2727 and the # sign: Kauai 274-3141; Maui 984-2400; Hawaii 974-4000, Lanai & Molokai 1-800-468-4644 (toll free).

Fax: (808) 586-2733 Email Address: breg@dcca.hawaii.gov

ALL BUSINESS REGISTRATION FILINGS ARE OPEN TO PUBLIC INSPECTION. (SECTION 92F-11, HRS)